

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF MISSOURI

<i>In re</i>	:	
	:	Chapter 11
	:	
ARMSTRONG ENERGY, INC., <i>et al.</i> , ¹	:	Case No. 17-47541-659
	:	
Debtors.	:	(Jointly Administered)
	:	
	:	

STATEMENT AND RESERVATION OF RIGHTS

Macquarie Corporate and Asset Funding Inc. (“Macquarie”), through its undersigned counsel, submits this Statement reserving its rights in connection with the above-referenced chapter 11 cases, and states as follows:

RELEVANT BACKGROUND

1. On November 1, 2017, the above-captioned debtors and debtors-in-possession filed their respective voluntary petitions for relief under chapter 11 of title 11 of the United States Code (“Bankruptcy Code”). The Debtors continue in the management and operation as debtors-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed to serve in these cases.

2. Macquarie, as lessor, and Thoroughfare, as lessee, are parties to that certain Master Equipment Lease Agreement, dated as of January 20, 2015, and all Schedules related thereto (the “Master Lease”). In connection therewith, Armstrong Energy issued a Lease Guaranty, dated as of January 26, 2015, in favor of Macquarie (the “Guaranty”, and collectively, with the Master Lease, the “Lease Agreements”).

¹ The Debtors are the following nine entities: Armstrong Energy, Inc. (“Armstrong Energy”), Western Land Company, LLC, Armstrong Coal Sales, LLC, Armstrong Air, LLC, Armstrong Logistics Services, LLC, Thoroughfare Mining, LLC (“Thoroughfare”), Western Diamond LLC, Armstrong Coal Company, Inc., Armstrong Energy Holdings, Inc.

3. On November 8, 2017, the Debtors filed the Disclosure Statement For Debtors' Chapter 11 Plan (Dkt. No. 148) and thereafter on December 1, 2017, filed a Disclosure Statement for the Debtors' First Amended Chapter 11 Plan (Dkt. No. 220) (the "Disclosure Statement").

4. Macquarie files this Statement and Reservation of Rights with regard to the Disclosure Statement and the Lease Agreements.

RESERVATION OF RIGHTS

5. Neither the Disclosure Statement nor the documents currently available with respect thereto set forth the proposed treatment of the Lease Agreements. The Debtors' plans, therefore, with respect to the treatment of the Lease Agreements are unknown at this time to Macquarie.

6. Based upon the foregoing, Macquarie hereby reserves its rights under, among other sections of the Bankruptcy Code, section 365 of the Bankruptcy Code with regard to the Lease Agreements, irrespective of any sale or assumption, assignment and/or rejection of the Lease Agreements that may hereafter occur.

* * *

Dated: December 8, 2017

LATHROP GAGE LLP

/s/Wendi Alper-Pressman

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and accurate copy of the foregoing was served to those parties in interest via the Court's CM/ECF system this 8th day of December 2017.

/s/Wendi Alper-Pressman